

POCKET FILE COPY ORIGINAL

NC 06-13  
Stamp and ReturnREAD INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDINGFEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICEApproved by OMB  
3060-0589

Page 1 of 5

(1) LOCK BOX <b>358145</b>		<b>FCC/MELLON JAN 04 2006</b>		SPECIAL USE ONLY FCC USE ONLY	
<b>SECTION A - PAYER INFORMATION</b>					
(2) PAYER NAME (if paying by credit card enter name exactly as it appears on the card) <b>American Broadband Acquisition Corp.</b>				(3) TOTAL AMOUNT PAID (U.S. Dollars and cents) <b>\$895.00</b>	
(4) STREET ADDRESS LINE NO. 1 <b>756 Tyvola Road, Suite 100</b>					
(5) STREET ADDRESS LINE NO. 2					
(6) CITY <b>Charlotte</b>				(7) STATE <b>NC</b>	(8) ZIP CODE <b>28127</b>
(9) DAYTIME TELEPHONE NUMBER (include area code) <b>704-665-9038</b>				(10) COUNTRY CODE (if not in U.S.A.)	
<b>FCC REGISTRATION NUMBER (FRN) REQUIRED</b>					
(11) PAYPR (FRN) <b>0014-48-3325</b>					
IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET					
(13) APPLICANT NAME <b>Elsie Communications, Inc.</b>					
(14) STREET ADDRESS LINE NO. 1 <b>425 North Mead</b>					
(15) STREET ADDRESS LINE NO. 2					
(16) CITY <b>Wichita</b>				(17) STATE <b>KS</b>	(18) ZIP CODE <b>67202</b>
(19) DAYTIME TELEPHONE NUMBER (include area code) <b>620-584-2255</b>				(20) COUNTRY CODE (if not in U.S.A.)	
<b>FCC REGISTRATION NUMBER (FRN) REQUIRED</b>					
(21) APPLICANT (FRN) <b>0004-3274-17</b>					
COMPLETE SECTION C FOR EACH SERVICE. IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET					
(23A) CALL SIGN/OTHER ID		(24A) PAYMENT TYPE CODE <b>CUT</b>		(25A) QUANTITY <b>1</b>	
(26A) FEE DUE FOR (PTC)		(27A) TOTAL FEE <b>\$895.00</b>			
(28A) FCC CODE 1		(29A) FCC CODE 2			
(23B) CALL SIGN/OTHER ID		(24B) PAYMENT TYPE CODE		(25B) QUANTITY	
(26B) FEE DUE FOR (PTC)		(27B) TOTAL FEE			
(28B) FCC CODE 1		(29B) FCC CODE 2			
<b>SECTION D - CERTIFICATION</b>					
<b>CERTIFICATION STATEMENT</b> I, <u>JOSHUA SEIDEMAN</u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief.					
SIGNATURE <u>[Signature]</u>				DATE <u>Jan 3 2006</u>	
<b>SECTION E - CREDIT CARD PAYMENT INFORMATION</b>					
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____ ACCOUNT NUMBER _____ EXPIRATION DATE _____ I hereby authorize the PCC to charge my credit card for the service(s)/authorization herein described. SIGNATURE _____ DATE _____					

# WOODS & AITKEN

L · L · P

SUITE 200  
2154 WISCONSIN AVENUE, NW  
WASHINGTON, D.C. 20007  
TELEPHONE 202-944-9500  
FAX 202-944-9501

www.woodsaitken.com

LINCOLN OFFICE  
SUITE 500  
301 SOUTH 13TH STREET  
LINCOLN, NEBRASKA 68508-2578  
TELEPHONE 402-437-8500  
FAX 402-437-8558

OMAHA OFFICE  
SUITE 350  
10250 REGENCY CIRCLE  
OMAHA, NEBRASKA 68114-3754  
TELEPHONE 402-898-7400  
FAX 402-898-7401

COPY

**JOSHUA H. SEIDEMANN**

Direct Dial: 202-944-9503

E-Mail: [jseidemann@woodsaitken.com](mailto:jseidemann@woodsaitken.com)

*Admitted to practice only in the District  
of Columbia, New Jersey, and New York*

FCC/MELLON

JAN 04 2006

January 4, 2006

Marlene H. Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street, NW  
Washington, DC 20554

**Re: I/M/O Elsie Communications Inc., SKT Ventures, Inc., Dalton Telephone Company, Inc., Dalton Holdings, Inc., and Newcastle Holdings, Inc.: Application for Authorization Pursuant to Section 214 of the Communications Act, as Amended, for Transfer of Control  
File No. \_\_\_\_\_**

Dear Madam Secretary:

On behalf of Elsie Communications Inc., SKT Ventures, Inc., Dalton Telephone Company, Inc., Dalton Holdings, Inc., and Newcastle Holdings, Inc., we attach herewith five copies of the above-referenced Application. The original and five (5) copies of this Application, along with the appropriate FCC Form 159 and application fee of \$895.00 (Eight Hundred Ninety Five Dollars), is submitted this date to the Commission's depository agent, Mellon Bank, in Pittsburgh, Pennsylvania. In addition, a copy of the pleading has been submitted for delivery to Tracey Wilson-Parker of the Wireline Competition Bureau.

The original of the Application contains an electronically transmitted signature on one the applicant verifications. The original of that page will be forwarded to the Commission after it arrives at our offices.

The undersigned may be contacted should you have any questions or require additional information.

Respectfully submitted,

  
Joshua Seidemann

Encl.

**BEFORE THE  
FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON, DC 20554**

In the Matter of	)	
	)	
Elsie Communications, Inc.	)	
SKT Ventures, Inc.	)	
Dalton Telephone Company, Inc..	)	
Dalton Holdings, Inc.	)	
	)	
and	)	
	)	WC Doc. No. _____
Newcastle Holdings, Inc.	)	
	)	
	)	
Application for Authorization Pursuant to	)	
Section 214 of the Communications Act of 1934,	)	
as Amended, for Transfer of Control	)	

**APPLICATION FOR TRANSFER OF CONTROL**

Elsie Communications, Inc. ("Elsie"), SKT Ventures, Inc. ("SKT"), Dalton Telephone Company, Inc. ("Dalton") and Dalton Holdings, Inc. ("Dalton Holdings") (collectively "Transferors") and Newcastle Holdings, Inc., ("Newcastle" or "Transferee") (collectively Newcastle, Elsie, SKT, Dalton and Dalton Holdings are the "Applicants"), by their undersigned counsel, and pursuant to Section 214 of the Communications Act of 1934, as amended, 47 U.S.C. § 214 (the "Act"), and Section 63.04 of the rules of the Federal Communications Commission ("FCC" or the "Commission"), 47 C.F.R. § 63.04, hereby request authority to transfer control of the domestic 214 authorizations held by Elsie and Dalton to Newcastle. As described in this application ("Application"), Applicants have entered into agreements pursuant

**BEFORE THE  
FEDERAL COMMUNICATIONS COMMISSION  
WASHINGTON, DC 20554**

In the Matter of	)	
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SKT Ventures, Inc.	)	
Dalton Telephone Company, Inc..	)	
Dalton Holdings, Inc.	)	
	)	
and	)	
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Newcastle Holdings, Inc.	)	
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Application for Authorization Pursuant to	)	
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to which Newcastle shall acquire all of the issued and outstanding shares of Elsie from SKT and all of the issued and outstanding shares of Dalton from Dalton Holdings.

Following the Transaction, Elsie and Dalton will continue to provide service to their customers in their respective territories as wholly owned subsidiaries of Newcastle.

Pursuant to Section 63.04(a) of the Commission's rules, the Applicants provide the following information in support of this transaction:

**(1) Applicants' Name, Address and Telephone Number**

Transferors: Elsie Communications, Inc.  
SKT Ventures, Inc.  
225 North Mead  
Wichita, KS 67202

Telephone: 620-584-2255  
Facsimile: 620-584-2653

Dalton Telephone Company, Inc.  
Dalton Holdings, Inc.  
225 North Mead  
Wichita, KS 67202

Telephone: 620-584-2255  
Facsimile: 620-584-2653

Transferee: Newcastle Holdings, Inc.  
C/O American Broadband Communications, LLC  
Attention: Patrick L. Eudy  
President  
756 Tyvola Road, Suite 100  
Charlotte, NC 28217

Telephone: 704-665-9036  
Facsimile: 888-698-7975

**(2) State of Organization**

- (a) Dalton Holdings, Elsie and Dalton are Nebraska Corporations. SKT is a Kansas corporation.

(b) Newcastle Holdings, Inc. is a North Carolina corporation.

**(3) Contact Information**

All correspondence, notices and inquiries regarding this transaction should be addressed to:

**Transferors:** Gregory L. Mikesell  
CEO  
225 N. Mead.  
Wichita, KS. 67202

Telephone: 620-584-2255  
Facsimile: 620-584-2653

**Transferee:** Patrick L. Eudy  
President and CEO  
Newcastle Holdings, Inc.  
C/O American Broadband Communications, LLC  
756 Tyvola Road, Suite 100  
Charlotte, NC 28217

Telephone: 704-665-9036  
Facsimile: 888-698-7975

**Copies of all correspondence, notices, and inquiries should also be addressed to:**

David Cosson  
2154 Wisconsin Avenue, NW  
Washington, DC 20037  
Telephone: 202-333-5275  
Facsimile: 202-333-5274

Paul M. Schudel  
Woods & Aitken LLP  
301 South 13<sup>th</sup> Street, Suite 500  
Lincoln, NE 68508  
Telephone: 402-437-8500  
Facsimile: 402-437-8558

**(4) Ten percent (10%) Equity Shareholders:**

**TRANSFERORS:**

**Elsie Communications, Inc. is owned by:**

	% Equity	Citizenship	Principal Business
SKT Ventures, Inc.	100%	USA	Telecom

**SKT Ventures, Inc. is owned by:**

Kendall S. Mikesell	25%	USA	Telecom
Elaine L. Webb	25%	USA	Telecom
Edwin A. Mikesell	25%	USA	Telecom
Gregory L. Mikesell	25%	USA	Telecom

**Dalton Telephone Company, Inc. is owned by:**

Dalton Holdings, Inc.	100%	USA	Telecom
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**Dalton Holdings, Inc. is owned by:**

Southern Kansas Telephone Co.	100%	USA	Telecom
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**Southern Kansas Telephone Co. is owned by:**

Kendall S. Mikesell	24.99%	USA	Telecom
Elaine L. Webb	24.99%	USA	Telecom
Edwin A. Mikesell	24.99%	USA	Telecom
Gregory L. Mikesell	24.99%	USA	Telecom

**TRANSFeree:**

**Newcastle Holdings, Inc is owned by:**

American Broadband Acquisition Corp. IV	100%	USA	Telecom
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**American Broadband Acquisition Corp. IV is owned by:**

American Broadband Communications, LLC	49%	USA	Telecom
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Signal Equity Partners II, LP	40%	USA	Investments
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**American Broadband Communications, LLC<sup>1</sup> is owned by:**

William H. Tucker	48.75%	USA	Telecom
Patrick L. Eudy <sup>2</sup>	48.75%	USA	Telecom

**Signal Equity Partners II, LP is owned as follows:**

Signal Equity Advisors II, LLC	2.94% GP	USA	Investments
Garden House, LLC <sup>3</sup>	58.9% LP	USA	Investments
Eurazeo <sup>4</sup>	23.5% LP	France	Investments
Burden Direct Investment Fund III	11.76% LP	USA	Investments

**Signal Equity Advisors II, LLC has the following owners:**

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<sup>1</sup> American Broadband Communications, Inc., ("ABCI"), a sister corporation to American Broadband Communications LLC ("ABCL"), holds 40% of American Georgetown, Inc., which, in turn, owns 100% of Georgetown Telephone Company, an Incumbent Local Exchange Carrier ("ILEC") in Mississippi. Signal Equity Partners II, LP ("Signal"), owns the remaining 60% of American Georgetown, Inc. ABCI also holds 49% of Northwest Missouri Holdings, Inc., which, in turn, holds 100% of Oregon Farmers Mutual Telephone Company, an ILEC in Missouri. Signal owns the remaining 51% of Northwest Missouri Holdings, Inc. ABCL owns 49% of Eastern Kansas Holdings, Inc., which, in turn, owns 100% of S & A Telephone Company, Inc., a Kansas ILEC. Signal owns the remaining 51% of Eastern Kansas Holdings, Inc. ABCL owns 49%, and Signal owns 51% of Pymatuning Holding Company, which owns 100% of the Pymatuning Independent Telephone Company, a Pennsylvania rural ILEC. American Broadband Acquisition Corp. has a 100% interest in Waverly Hall Holdings, Inc., which in turn owns 100% of Waverly Hall Telephone, LLC, an ILEC in Georgia. American Broadband Acquisition Corp. has a 100% interest in Mail Holdings, Inc., which in turn owns 100% of Gridley Enterprises, Inc., which in turn owns 100% of Gridley communications, Inc. and Gridley Telephone Co., an ILEC in Illinois.

<sup>2</sup> Mr. Eudy owns 60% of Dialog Telecommunications, a competitive local exchange carrier operating in Kentucky, Mississippi and North Carolina.

<sup>3</sup> Eliot Nolen, a US citizen, owns approximately 95% of Garden House, LLC and does not own or control other communications businesses.

<sup>4</sup> Eurazeo indirectly owns approximately 15.2% of Eutelsat, which it holds through a 66% interest in BlueBirds (which holds a 23% interest in Eutelsat). Eutelsat provides communications services in Europe and the Indian Ocean Region. Eurazeo also owns a 11% interest in Distacom, which owns companies providing mobile telephone service in Hong Kong and India.



Timothy P. Bradley	23.3%	USA	Investments
Alfred J. Puchala, Jr.	22.3%	USA	Investments
Christian Nolen	19.6%	USA	Investments
Malcolm C. Nolen	19.6%	USA	Investments
Charles T. Lake, II	11.2%	USA	Investments

The foregoing reflects all general partnership interests and all 10% or more derivative equity interests in applicants.

**(5) Certification Pursuant to Rules 1.2001-1.2003**

Applicants hereby certify, pursuant to 47 C.F.R. §§ 1.2001-1.2003, that to the best of their knowledge, information, and belief, no party to the Application is subject to denial of federal benefits pursuant to section 5301 of the Anti-Drug Abuse Act of 1988, 21 U.S.C. § 862.

**(6) Description of the Transaction**

Newcastle will purchase from SKT all of the outstanding shares of common stock of Elsie. Under a separate agreement, Newcastle will purchase from Dalton Holdings all of the outstanding shares of common stock of Dalton. Upon successful consummation of the Transaction, Elsie and Dalton will continue to provide local exchange and exchange access telephone service to their current subscribers, as wholly owned subsidiaries of Newcastle.

**(7) Geographic Description**

Elsie is an incumbent local exchange carrier providing local exchange and exchange access service to subscribers in one exchange in and around Elsie, Nebraska. Dalton is an incumbent local exchange carrier providing local exchange and exchange access service to subscribers in the Bushnell, Dalton, Dix, Gurley and Lodgepole, Nebraska exchanges.

**(8) Streamlined Treatment**

The Applicants request streamlined treatment for this Application which qualifies for streamlining under Sections 63.03 of the Commission's rules.

The Application is entitled to a presumption of applicability of the streamlined procedures pursuant to Sections 63.03(b)(2)(ii) and (iii). At the close of the Transaction Newcastle, together with all of its affiliates, will have a less than 10% share of the interstate, interexchange market.<sup>5</sup> With respect to Section 63.03(b)(2)(ii), Dialog Telecommunications, a non-dominant carrier provides services exclusively outside the geographic area where the dominant carriers, Elsie and Dalton are dominant. With respect to Section 63.03(b)(2)(ii), the applicant and Newcastle's affiliates, Georgetown Telephone Company, Oregon Farmers Mutual Telephone Company, Pymatuning Telephone Company, S&A Telephone Company, Waverly Hall Telephone, LLC and Gridley Telephone Company have fewer than two (2) percent of the nation's subscriber lines and there are no overlapping or adjacent service areas. There are no requests for waivers associated with this Application.

**(9) Other Related Applications Before the Commission**

Newcastle will apply for International Section 214 Authority.

**(10) Statement of Imminent Business Failure**

Not applicable.

**(11) Separately Filed Waiver Requests**

None

**(12) Public Interest Statement**

Upon consummation of the Transaction, Elsie and Dalton will continue to provide high quality, modern local exchange, exchange access and long distance service to their current subscribers in a manner that will be transparent to them. Grant of this Application will ensure

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<sup>5</sup> Newcastle Holdings, Inc. is a holding company which does not itself provide telecommunications services at any location.

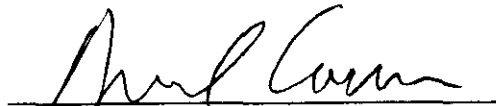
that Elsie and Dalton will become financially stronger companies as a result of their affiliation with Holdings, a larger organization with greater access to financial and technical resources.

**Conclusion.**

For the foregoing reasons, Applicants respectfully request that the Commission promptly grant this Application.

Respectfully Submitted,

By:

A handwritten signature in dark ink, appearing to read "David Cosson", written over a horizontal line.

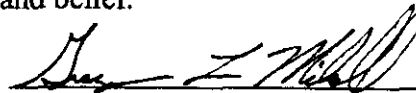
David Cosson  
2154 Wisconsin Avenue, NW  
Washington, DC 20009

January 4, 2006

### **DECLARATION OF GREGORY MIKESELL**

I, Gregory L. Mikesell, CEO of Elsie Communications, Inc., SKT Ventures, Inc., Dalton Telephone Company, Inc., and Dalton Holdings, Inc. do hereby declare under penalties of perjury that I have read the foregoing "APPLICATION FOR TRANSFER OF CONTROL" and that the information contained therein regarding Elsie Communications, Inc., SKT Ventures, Inc., Dalton Telephone Company, Inc., and Dalton Holdings, Inc. and their affiliates is true and accurate to the best of my knowledge, information, and belief.

Dated: 1/3/06



Gregory L. Mikesell

CEO

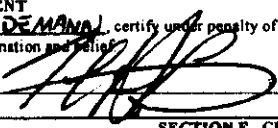
225 North Mead

Wichita, KS 67202

READ INSTRUCTIONS CAREFULLY  
BEFORE PROCEEDING

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE

Approved by OMB  
3060-0589  
Page 1 of 5

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(9) DAYTIME TELEPHONE NUMBER (include area code) <b>704-665-9036</b>		(10) COUNTRY CODE (if not in U.S.A.)	
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<b>IF MORE THAN ONE APPLICANT, USE CONTINUATION SHEETS (FORM 159-C) COMPLETE SECTION BELOW FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET</b>			
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(28A) FCC CODE 1	(29A) FCC CODE 2		
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<b>SECTION D - CERTIFICATION</b>			
<b>CERTIFICATION STATEMENT</b> I, <u><b>JOHANNA SEIDEMAN</b></u> , certify under penalty of perjury that the foregoing and supporting information is true and correct to the best of my knowledge, information and belief. SIGNATURE <u></u> DATE <u><b>Jan 3 2006</b></u>			
<b>SECTION E - CREDIT CARD PAYMENT INFORMATION</b>			
MASTERCARD _____ VISA _____ AMEX _____ DISCOVER _____			
ACCOUNT NUMBER _____		EXPIRATION DATE _____	
I hereby authorize the FCC to charge my credit card for the service(s)/authorization herein described			
SIGNATURE _____		DATE _____	

SEE PUBLIC BURDEN ON REVERSE

FCC FORM 159

FEBRUARY 2003 (REVISED)

### **DECLARATION OF PATRICK EUDY**

I, Patrick L. Eudy, President of Newcastle Holdings, Inc., do hereby declare under penalties of perjury that I have read the foregoing "APPLICATION FOR TRANSFER OF CONTROL" and that the information contained therein regarding Newcastle Holdings and its affiliates is true and accurate to the best of my knowledge, information, and belief.

Dated: \_\_\_\_\_

Jan 8, 2008



\_\_\_\_\_  
Patrick L. Eudy  
Newcastle Holdings, Inc.  
c/o American Broadband  
Communications, LLC  
756 Tyvola Road, Suite 100  
Charlotte, NC 28217

FEDERAL COMMUNICATIONS COMMISSION REMITTANCE ADVICE (CONTINUATION SHEET) Page No. <b>2</b> of <b>5</b>		SPECIAL USE FCC USE ONLY
<b>USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT SECTION BB - ADDITIONAL APPLICANT INFORMATION</b>		
(13) APPLICANT NAME <b>SKT Ventures, Inc.</b>		
(14) STREET ADDRESS LINE NO. 1 <b>225 North Mead</b>		
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<b>FCC REGISTRATION NUMBER (FRN) REQUIRED</b>		
(21) APPLICANT (FRN) <b>0007-0425-83</b>		
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FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE (CONTINUATION SHEET)

Page No. **3** of **5**

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT  
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME

**Dalton Telephone Company, Inc.**

(14) STREET ADDRESS LINE NO. 1

**225 North Mead**

(15) STREET ADDRESS LINE NO. 2

(16) CITY

**Witchita**

(17) STATE

**KS**

(18) ZIP CODE

**67202**

(19) DAYTIME TELEPHONE NUMBER (include area code)

**620-584-2255**

(20) COUNTRY CODE (if not in U.S.A.)

FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)

**0003-7457-91**

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

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(28D) FCC CODE 1

(29D) FCC CODE 2

(23E) CALL SIGN/OTHER ID

(24E) PAYMENT TYPE CODE

(25E) QUANTITY

(26E) FEE DUE FOR (PTC)

(27E) TOTAL FEE

(28E) FCC CODE 1

(29E) FCC CODE 2

(23F) CALL SIGN/OTHER ID

(24F) PAYMENT TYPE CODE

(25F) QUANTITY

(26F) FEE DUE FOR (PTC)

(27F) TOTAL FEE

(28F) FCC CODE 1

(29F) FCC CODE 2



FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE (CONTINUATION SHEET)

Page No. 4 of 5

USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT  
SECTION BB- ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME <b>Dalton Holdings, Inc.</b>		
(14) STREET ADDRESS LINE NO. 1 <b>225 North Mead</b>		
(15) STREET ADDRESS LINE NO. 2		
(16) CITY <b>Wichita</b>	(17) STATE <b>KS</b>	(18) ZIP CODE <b>67202</b>
(19) DAYTIME TELEPHONE NUMBER (include area code) <b>620-584-2255</b>		(20) COUNTRY CODE (if not in U.S.A.)
FCC REGISTRATION NUMBER (FRN) REQUIRED		
(21) APPLICANT (FRN) <b>0014-4672-03</b>		
COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET		
(23A) CALL SIGN/OTHER ID	(24A) PAYMENT TYPE CODE	(25A) QUANTITY
(26A) FEE DUE FOR (PTC)	(27A) TOTAL FEE	
(28A) FCC CODE 1	(29A) FCC CODE 2	
(23B) CALL SIGN/OTHER ID	(24B) PAYMENT TYPE CODE	(25B) QUANTITY
(26B) FEE DUE FOR (PTC)	(27B) TOTAL FEE	
(28B) FCC CODE 1	(29B) FCC CODE 2	
(23C) CALL SIGN/OTHER ID	(24C) PAYMENT TYPE CODE	(25C) QUANTITY
(26C) FEE DUE FOR (PTC)	(27C) TOTAL FEE	
(28C) FCC CODE 1	(29C) FCC CODE 2	
(23D) CALL SIGN/OTHER ID	(24D) PAYMENT TYPE CODE	(25D) QUANTITY
(26D) FEE DUE FOR (PTC)	(27D) TOTAL FEE	
(28D) FCC CODE 1	(29D) FCC CODE 2	
(23E) CALL SIGN/OTHER ID	(24E) PAYMENT TYPE CODE	(25E) QUANTITY
(26E) FEE DUE FOR (PTC)	(27E) TOTAL FEE	
(28E) FCC CODE 1	(29E) FCC CODE 2	
(23F) CALL SIGN/OTHER ID	(24F) PAYMENT TYPE CODE	(25F) QUANTITY
(26F) FEE DUE FOR (PTC)	(27F) TOTAL FEE	
(28F) FCC CODE 1	(29F) FCC CODE 2	

FEDERAL COMMUNICATIONS COMMISSION  
REMITTANCE ADVICE (CONTINUATION SHEET)Page No. 5 of 5USE THIS SECTION ONLY FOR EACH ADDITIONAL APPLICANT  
SECTION BB - ADDITIONAL APPLICANT INFORMATION

(13) APPLICANT NAME

Newcastle Holdings, Inc.

(14) STREET ADDRESS LINE NO. 1

756 Tyvola Road

(15) STREET ADDRESS LINE NO. 2

(16) CITY

Charlotte

(17) STATE

NC

(18) ZIP CODE

28217

(19) DAYTIME TELEPHONE NUMBER (include area code)

704-665-9036

(20) COUNTRY CODE (if not in U.S.A.)

## FCC REGISTRATION NUMBER (FRN) REQUIRED

(21) APPLICANT (FRN)

0014-48-0362

COMPLETE SECTION C FOR EACH SERVICE, IF MORE BOXES ARE NEEDED, USE CONTINUATION SHEET

(23A) CALL SIGN/OTHER ID

(24A) PAYMENT TYPE CODE

(25A) QUANTITY

(26A) FEE DUE FOR (PTC)

(27A) TOTAL FEE

(28A) FCC CODE 1

(29A) FCC CODE 2

(23B) CALL SIGN/OTHER ID

(24B) PAYMENT TYPE CODE

(25B) QUANTITY

(26B) FEE DUE FOR (PTC)

(27B) TOTAL FEE

(28B) FCC CODE 1

(29B) FCC CODE 2

(23C) CALL SIGN/OTHER ID

(24C) PAYMENT TYPE CODE

(25C) QUANTITY

(26C) FEE DUE FOR (PTC)

(27C) TOTAL FEE

(28C) FCC CODE 1

(29C) FCC CODE 2

(23D) CALL SIGN/OTHER ID

(24D) PAYMENT TYPE CODE

(25D) QUANTITY

(26D) FEE DUE FOR (PTC)

(27D) TOTAL FEE

(28D) FCC CODE 1

(29D) FCC CODE 2

(23E) CALL SIGN/OTHER ID

(24E) PAYMENT TYPE CODE

(25E) QUANTITY

(26E) FEE DUE FOR (PTC)

(27E) TOTAL FEE

(28E) FCC CODE 1

(29E) FCC CODE 2

(23F) CALL SIGN/OTHER ID

(24F) PAYMENT TYPE CODE

(25F) QUANTITY

(26F) FEE DUE FOR (PTC)

(27F) TOTAL FEE

(28F) FCC CODE 1

(29F) FCC CODE 2

AMERICAN BROADBAND ACQUISITION CORP.  
756 Tyvola Rd. Ste 100  
Charlotte, NC 28217

1259

12/17/05

DATE

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PAY TO THE  
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\$ 895-

Eight hundred ninety five

DOLLARS



WACHOVIA

Wachovia Bank, N.A.  
wachovia.com

FOR

*Patricia Ly*

1259

**Certificate of Service**

I, Joshua Seidemann, of Woods & Aitken, LLP, do hereby certify that on this 4th day of January 2006 I caused to be sent via First Class US Mail, postage prepaid, the foregoing "APPLICATION FOR TRANSFER OF CONTROL" to the following:

 4 Jan '06  
Joshua Seidemann

Gov. David Heineman  
State of Nebraska  
State Capitol Building  
15<sup>th</sup> and K Streets  
Lincoln, NE 68509

\* Competition Policy Division  
Wireline Competition Bureau  
Federal Communications Comm.  
445 12<sup>th</sup> Street, SW  
Washington, DC 20554

Gov. Kathleen Sebelius  
Kansas State Capitol  
10th and Jackson  
Topeka, Kansas 66612

Gov. Michael Easley  
Office of the Governor  
20301 Mail Service Center  
Raleigh, NC 27699-0301

US Department of Defense  
Assistant Secretary of Defense for C31  
1000 Defense Pentagon, Room 3E712  
Washington, DC 20301-1000

US Department of State  
EB/CIP/SCA  
Room 4826  
2001 C Street, NW  
Washington, DC 20520

\* *via hand delivery*